



1 2. I have personal knowledge of each matter addressed herein, and as to those matters stated  
2 on information and belief, I believe them to be true.

3 3. I am currently the Managing Member of Defendant Gaylord, LLC, the owner of the  
4 "Nevada Restaurant" defined in paragraph 6 of the DECLARATION OF SATPAL S. KOHLI IN  
5 SUPPORT OF MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION AND  
6 IMPROPER VENUE 12(b)(3), OR IN THE ALTERNATIVE TO TRANSFER FOR  
7 IMPROPER VENUE (28 USC §1406(a)) OR IN ALTERNATIVE TO TRANSFER FOR  
8 CONVENIENCE (28 USC §1404(a) dated July 21, 2007 ("Original Declaration").

9 4. The design, layout and décor of the Nevada Restaurant were planned in Las Vegas,  
10 Nevada, with the assistance and cooperation of the Rio Hotel, which also assisted the Nevada  
11 Restaurant in connection with the operation and staffing of the Nevada Restaurant. In addition,  
12 a general contractor from Las Vegas was hired to construct the Nevada Restaurant and an  
13 interior designer from Las Vegas designed and decorated the interior of the Nevada Restaurant.  
14 As noted at paragraphs 16, 17 and 22 of my original Declaration, the Nevada Restaurant has no  
15 employees in California and is not supplied with goods from vendors in California, and has never  
16 received technical assistance from, or been subject to quality control of either of the Plaintiffs.  
17

18 5. I have discovered that Plaintiff Kishore Kripalani has placed a number of advertisements  
19 regarding the Nevada Restaurant in various publications without the consent of Gaylord, LLC.  
20 For example, attached hereto as Exhibit A is a true and correct copy of an advertisement from an  
21 issue of *India West* which was published around August 2006 (around the time of India's  
22 Independence Day). This advertisement was not placed by Gaylord, LLC or myself. As to the  
23 ad on [www.usmenuguide.com](http://www.usmenuguide.com), I was unaware of this before the commencement of this action.

24 6. Attached hereto as Exhibit B are true and correct copies of letters that were sent by the  
25 Southern Nevada Culinary and Bartenders Union and its legal counsel regarding claims against  
26 Gaylord, LLC that arose out of the conduct of Plaintiff Kishore Kripalani while Mr. Kripalani  
27 was managing the Nevada Restaurant, and in respect of which Plaintiff Kripalani has an  
28 obligation to indemnify under the Membership Interest Purchase Agreement.

1 7. All acts performed by me in relation to Gaylord, LLC and the Nevada Restaurant were  
2 done in my capacity as Managing Member of Gaylord, LLC and not in my personal capacity.

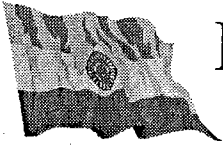
3 Pursuant to 28 U.S.C. §1746 I declare under penalty of perjury that the foregoing is true  
4 and correct.

5 Executed on October 2, 2007

6  
7 

8 Satpal S. Kohli  
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**EXHIBIT A**



# Independence Day Message

From The

# GAYLORD

Restaurants

*"What India and Indians all over  
the Globe have achieved since  
gaining independence in August of 1947  
has made us all proud.*

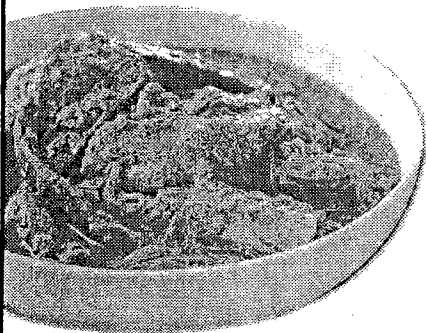
*Through our world-class restaurants,  
it is our endeavor to make Indian cuisine  
popular all over the world and make  
India proud of our culinary talents."*

*With Best Wishes to you all  
on the occasion of*

## *India's Independence Day.*

# GAYLORD

INDIA RESTAURANTS



SAUSALITO  
201 BRIDGEWAY,  
SAUSALITO, CA 94965  
(415) 339-0172

LAS VEGAS  
RIO HOTEL & CASINO  
3700 WEST FLAMINGO AVE.  
LAS VEGAS, NV.  
(702) 777-2277

MENLO PARK  
1706 EL CAMINO REAL,  
MENLO PARK, CA  
(650) 326-8761

SAN FRANCISCO  
ONE EMBARCADERO CENTER,  
PROMENADE LEVEL,  
SAN FRANCISCO, CA 94111  
(415) 397-7775

SACRAMENTO  
1501 14TH STREET  
SACRAMENTO, CA 95814  
(916) 441-6700

**EXHIBIT B**

**KEVIN B. CHRISTENSEN, CHARTERED**

KEVIN B. CHRISTENSEN

EVAN L. JAMES

DARYL E. MARTIN

XANNA R. HARDMAN

7440 W. Sahara Avenue

Las Vegas, Nevada 89117

Telephone (702) 255-1718

FAX (702) 255-0871

Email: KBChrislaw@aol.com

**VIA FIRST CLASS MAIL**

September 20, 2007

Kishore Kripalani  
Gaylord India Restaurant  
201 Bridge way  
Sausalito, CA 94965

Kishore Kripalani  
2 Morton Court  
Mill Valley, CA 94941

Anita R. Sadhwani (Hari)  
43 Negering Crescent  
Chapel Hill  
Queensland 4069, Australia

Aron Harilela  
Kowloon Center  
29-39 Ashley Road  
Kowloon, Hong Kong

Padma H. Harilela  
1 Durham Road  
Kowloon, Hong Kong

Re: HEREIU Welfare Fund v. Gaylord, LLC – Las Vegas, Nevada

Dear Sirs:

This law firm represents the Trustees of the HEREIU (Culinary) Welfare Fund ("Fund"). Late last year the Welfare Fund entered into a Stipulated Judgment with Gaylord, LLC, the company that operates Gaylord of India Restaurant located in the Rio Hotel-Casino in Las Vegas, Nevada. The Judgment was for a substantial sum of money owed in connection with *known* unpaid fringe benefit contributions. The Judgment was never filed with the U.S. District Court because payments it required have to date been made.

The Welfare Fund has recently completed an audit which has revealed previously *unknown* amounts owed. The auditors inform me that Gaylord, LLC still owes in excess of \$40,000 to the Welfare Fund. Gaylord, LLC has disputed portions of the audit delinquency, but acknowledges that at least \$8,000 will still be owed to the Welfare Fund under the audit, even if its version of events and its view of its duties are adopted by the auditors of the Welfare Fund.

I write you regarding these debts because I am informed that you are Members or former Members of Gaylord, LLC. Under a Membership Interest Purchase Agreement (a copy of which was provided to me by Mr. Stapal Kohli) it appears that you may be responsible to indemnify the current owners of Gaylord, LLC for monies owed as a result actions or omissions that occurred while you were members of Gaylord, LLC. I am hopeful that by involving more potential payors of these debts, an acceptable way to resolve them can be discovered. I also write to notify you that if litigation is required to collect these debts, the Welfare Fund may consider naming each of you as Defendants.

I encourage you to contact me to discuss these matters at your earliest opportunity.

Sincerely yours,

KEVIN B. CHRISTENSEN, CHTD.

  
DARYL E. MARTIN, ESQ.

cc: Andrea Reise  
Satpal Kohli

## HOTEL EMPLOYEES AND RESTAURANT EMPLOYEES INTERNATIONAL UNION WELFARE FUND

## SOUTHERN NEVADA CULINARY AND BARTENDERS PENSION TRUST

## PAYROLL AUDIT DEPARTMENT

1921 S. Las Vegas Blvd. #106

Las Vegas, Nevada 89104

(702) 691-5649 • Fax (702) 691-5646

May 23, 2007

Certified Mail

Gaylord of India  
Satpal Kohli, Owner  
3700 West Flamingo Road  
Las Vegas, NV 89103

ER#: 3475

AU#: 1637

RE: Payroll Audit

Dear Mr. Kohli:

We have completed our audit of the contributions remitted for the period January 7, 2003 through December 31, 2003.

The preliminary findings are as follows:

	<u>PENSION</u>
Audit Principal	\$ 6,975.62
Overpayments	-
Retroactive Interest Through 5/23/2007	<u>\$ 1,874.41</u>
<b>Total Deficiency</b>	<u><b>\$ 8,850.03</b></u>

These represent preliminary findings and this is not a final statement.



Gaylord of India  
Employer Number: 3475  
January 7, 2003-December 31, 2003

Page 2

Please be advised that the audit deficiency does not include any amounts that may have been previously billed, including, but not limited to, billing shortages, related interest, late fees, liquidated damages, attorney fees, or prior audit deficiencies.

Please review the enclosed schedules at your earliest possible convenience. If you should discover any discrepancies, please contact us so we can meet to discuss your concerns. We must issue our final billing within 30 days of the date of this letter.

In the unlikely event that subsequent evidence is produced, indicating that additional contributions are owed to the fund within this audit period, the Fund reserves the right to reinvestigate and retroactively bill your account for cause.

Thank you for your cooperation during our review. If you should have any questions regarding this matter, please contact me at (702) 699-8696.

Sincerely,

A handwritten signature in cursive script, appearing to read "Tammy Peltzer".

Tammy Peltzer  
Audit Manager

cc: Alicia Hernandez  
Chila Silva  
Mitchel Whitehead, Esq.  
Richard McCracken, Esq.  
Jim Bonaventure

<b>SOUTHERN NEVADA CULINARY AND BARTENDERS PENSION TRUST</b>
<b>AUDIT SUMMARY</b>

Employer: Gaylord of India  
Employer #: 3475  
Audit Period: January 7, 2003 - December 31, 2003

PENSION			
YEAR	DISCREPANCIES	OVERPAYMENTS	PRINCIPLE DUE
2003	\$ 6,975.62	\$ -	\$ 6,975.62
TOTAL	\$ 6,975.62	\$ -	\$ 6,975.62

SOUTHERN NEVADA CULINARY AND BARTENDERS PENSION TRUST

PAYROLL AUDIT DEPARTMENT

1921 S. Las Vegas Blvd. #106

Las Vegas, Nevada 89104

(702) 691-5649 • Fax (702) 691-5646

May 23, 2007

CERTIFIED MAIL

Gaylord of India  
Satpal Kohli, Owner  
3700 West Flamingo Road  
Las Vegas, NV 89103

ER#: 3475

AU#: 1637

RE: Payroll Audit

Dear Mr. Kohli:

We have completed our audit of the contributions remitted for the period January 7, 2003 through December 31, 2003.

The preliminary findings are as follows:

	<u>WELFARE</u>
Audit Principal	\$ 40,906.08
Overpayments	-
Ineligible Claims	-
Ineligible Insurance Payments	-
Retroactive Interest	406.36
Through May 23, 2007	
Audit Costs	<u>\$ 3,255.00</u>
<b>Total Deficiency</b>	<u><b>\$ 44,567.44</b></u>

These represent preliminary findings and this is not a final bill.

Gaylord of India  
Employer Number: 3475  
January 7, 2003-December 31, 2003

Page 2

Please be advised that the audit deficiency does not include any amounts that may have been previously billed, including, but not limited to, billing shortages, related interest, late fees, liquidated damages, attorney fees, or prior audit deficiencies.

Please review the enclosed schedules at your earliest possible convenience. If you should discover any discrepancies, please contact us so we can meet to discuss your concerns. We must issue our final billing within 30 days of the date of this letter.

In the unlikely event that subsequent evidence is produced, indicating that additional contributions are owed to the Fund within this audit period, the Fund reserves the right to reinvestigate and retroactively bill your account for cause.

Thank you for your cooperation during our review. If you should have any questions regarding this matter, please contact me at (702) 699-8696.

Sincerely,

A handwritten signature in black ink, appearing to read "Tammy Peltzer", with a stylized flourish at the end.

Tammy Peltzer  
Audit Manager

cc: Alicia Hernandez  
Laura Luu  
Suzette Cordero  
Jim Bonaventure

<b>HOTEL EMPLOYEES AND RESTAURANT EMPLOYEES</b>
<b>INTERNATIONAL WELFARE FUND</b>
<b>AUDIT SUMMARY</b>

Employer: Gaylord of India

Employer #: 3475

Audit Period: January 7, 2003 - December 31, 2003

HEALTH AND WELFARE			
YEAR	DISCREPANCIES	OVERPAYMENTS	BALANCE DUE
2003	\$ 40,906.08		\$ 40,906.08
TOTAL	\$ 40,906.08	\$ -	\$ 40,906.08

INELIGIBLE CLAIMS	
YEAR	BALANCE DUE
2003	\$ -
TOTAL	\$ -

INELIGIBLE INSURANCE PAYMENTS	
YEAR	BALANCE DUE
2003	\$ -
TOTAL	\$ -